

FILED

**UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

2014 JAN -2 PM 2:45CLERK US DISTRICT COURT
WESTERN DISTRICT OF TEXASBY KCC
DEPUTY

STATE OF FLORIDA, et al.,

Plaintiffs,

vs.

SERVICE CORPORATION
INTERNATIONAL, et al.,

Defendants.

A13CV1082 LY

Civil Case No. _____

FINAL CONSENT JUDGMENT

The States of Texas, Florida, Maryland, Missouri, North Carolina, and Tennessee and the Commonwealth of Pennsylvania ("Plaintiff States") have filed their Complaint against Defendants Service Corporation International ("SCI") and Stewart Enterprises, Inc. ("Stewart") pursuant to and alleging violations of Section 7 of the Clayton Act, as amended, 15 U.S.C. § 18 and the antitrust laws of their respective states;

Defendants acknowledge receipt of Plaintiff States' Complaint and agree to waive service of summons in this action;

Plaintiff States and Defendants, by their respective attorneys, have consented to the entry of this Final Consent Judgment to resolve all matters of dispute between them in this action without trial or adjudication of any issue of fact or law. This Final Consent Judgment does not constitute any evidence against or admission by any party regarding any issue of fact or law, other than the jurisdictional facts set forth herein;

II. DEFINITIONS

Unless otherwise indicated, the capitalized terms used herein shall have the meaning ascribed to them in the Decision and Order provisionally accepted by the Federal Trade Commission in the Matter of Service Corporation International and Stewart Enterprises, Inc., Docket No. C-4423, on December 20, 2013, ("FTC Order") a copy of which is incorporated herein by reference and attached hereto as Exhibit A. In the event the final FTC Order issued by the Federal Trade Commission in this matter differs from the FTC Order attached hereto, it is agreed the final FTC Order shall be the "FTC Order" referred to herein.

III. APPLICABILITY

This Final Consent Judgment applies to SCI and Stewart.

IV. REQUIRED DIVESTITURES

A. As provided in the FTC Order, Defendants shall divest the Divestiture Assets of the Divestiture Businesses relating to the Plaintiff States pursuant to the timing requirements and other relevant provisions of the FTC Order. A list of the Divestiture Businesses relating to the Plaintiff States is attached to this Final Consent Judgment as Exhibit B.

B. Defendants shall provide the relevant Plaintiff State's designee, at the same time such application is transmitted to the Federal Trade Commission, a copy of any application (including supporting materials) to acquire the Divestiture Assets relating to the Plaintiff State (as set forth in Exhibit B to this Final Consent Judgment and Appendix A to the FTC Order) that is submitted to the Federal Trade Commission for prior approval pursuant to Paragraph II.A. of the FTC Order. For purposes this paragraph, a Plaintiff State's designee will be Assistant

VI. COMPLIANCE

A. Defendants will provide Plaintiff States' designee, with a copy of the verified reports required by Paragraph VII.A. of the FTC Order setting forth in detail, the manner and form in which they intend to comply with the FTC Order at the same time any such report is provided to the Federal Trade Commission.

B. With respect to any divestitures required by II.A of the FTC Order in a Specified State which is also a Plaintiff State, Defendants shall include in their compliance reports (i) the status of the divestiture and transfer of the Divestiture Assets; (ii) a description of all Transitional Services provided to each Acquirer; (iii) a description of all substantive contacts with each Acquirer; and (iv) any other actions taken by Defendants relating to compliance with the terms of the FTC Order and/or any Divestiture Agreement and (v) as applicable, a statement that any divestiture approved by the FTC has been accomplished, including a description of the manner in which Defendants completed such divestiture and the date the divestiture was accomplished.

C. Notice to Plaintiff States designee will be satisfied by service by overnight address to:

Lizabeth A. Brady
Chief, Multistate Antitrust Enforcement
Office of the Attorney General
State of Florida
Antitrust Section
107 West Gaines Street
Tallahassee, FL 32301

For the purposes of this Final Consent Judgment, the acting Chief, Multistate Antitrust Enforcement, Office of the Attorney General, State of Florida is the Plaintiff States' designee.

D. In the event a Plaintiff State seeks to determine or secure compliance with this Final Consent Judgment, subject to any legally recognized privilege and upon written request by

and antitrust enforcement or, for the State of Texas, for such other uses as are authorized by the laws of Texas. Plaintiff States hereby designate the Florida Attorney General's Office as the party to receive the payment of fees and costs covered by this section, and to redistribute these funds to the other Plaintiff States.

IX. RETENTION OF JURISDICTION

This Court retains jurisdiction to enable any party to this Final Consent Judgment to apply to this Court at any time for further orders and directions as may be necessary or appropriate to carry out or construe this Final Consent Judgment, to modify any of its provisions, to ensure and enforce compliance, and to punish violations of its provisions.

X. EXPIRATION OF CONSENT JUDGMENT

Unless this Court grants an extension, this Final Consent Judgment shall expire ten (10) years from the date of its entry.

IT IS SO ORDERED, this 2nd day of January, 2014.


JUDGE PRESIDING

Service International
States' Settlement Distribution

State	Payee Name	Payee Address	Payee Contact	Federal Tax ID	Amount
MD	Office of Attorney General, State of Maryland	John Tennis Assistant Attorney General, Deputy Chief, Antitrust Division, 200 St Paul Place, Baltimore, MD 21202	John Tennis: (410) 576-6470		\$ 38,250.00
NC	North Carolina Department of Justice	North Carolina Depart of Justice c/o K. D Sturgis Special Deputy Attorney General, PO Box 629, Raleigh, NC 27602	Kip Sturgis: (919) 716-6011		\$ 5,100.00
MO	Antitrust Revolving Fund	c/o Anne Schneider Missouri Attorney General's Office Broadway State Office Building, 7th Floor 221 West High Street, Jefferson City, MO 65101	Anne Schneider: (573) 751-7445		\$ 43,605.00
PA	Commonwealth of Pennsylvania, Office of Attorney General	Pennsylvania Office of Attorney General Antitrust Section c/o Tracy Wertz 14th Floor Strawberry Square Harrisburg, PA 17120	Tracy Wertz: (717) 705-2560		\$ 40,191.00
TX	STATE OF TEXAS, reference: "AG #133427047 (SCI/Stewart)"	Texas Office of the Attorney General ATTN: Accounting Division 300 W 15th Street, MC-003, Austin, TX 78701	Rebecca Fisher: (512) 463-1265		\$ 137,200.50
TN	Tennessee Attorney General's Office	Tennessee Attorney General's Office c/o Vic Domen, Senior Counsel 425 Fifth Avenue North Nashville, TN 37202	Vic Domen: (615) 253-3327		\$ 21,934.50
FL	Florida				\$ 51,181.50
	TOTAL				\$ 337,462.50